## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.20549

## FORM D NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

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Name of Offering (] Check if this is an amendment and name has changed, and indicate change.)  First Light Options Fund BT	PECEWED
Filing under(Check box(es) that apply): Rule 504 Rule 505 Rule 506  Type of Filing: New Filing Amendment	Section 4(6) ULOE 2005
A.BASIC IDENTIFICATION DATA	
1.Enter the information requested about the issuer	
Name of Issuer(	130/3/
First Light Options Fund BT	
Address of Executive Offices (Number and Street, City, State, Zip Code)  1005 Terminal Way Suite 110 Reno NV 89502	Telephone Number(Including Area Code) 775-324-7676
Address of Principal Business Operations (If different from Executive Offices)	Telephone Number(Including Area Code)
(Number and Street,City,State,Zip Code)	805-968-7303
420 Pepperdine Ct. Goleta NV 93117	
Brief Description of Business: Investment Trust	PROCESSED
Type of Business Organization	, KID Na erez
corporation limited partnership, already formed other (please specify	v):
x business trust limited partnership, to be formed	" OMSON
MONTH YEAR	
Actual or Estimated Date of Incorporation or Organization:  0 8 0 5 X Actual	Estimated
Jurisdiction of Incorporate of Organization: (Enter two-letter U.S. Postal Service abbreviation for sta CN for Canada; FN for other foreign jurisdiction)	te: NV
GENERAL INSTRUCTIONS	
FEDERAL: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6)	), 17 CFR 230.501 et seq. or 15 U.S.C 77 d(6).
When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deem on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date or registered or certified mail to that address.	
Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washigton, D.C. 20549.	
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any Co signed copy or bear typed or printed signatures.	opies not manully signed must be photocopies of the manually
Information Required: A new filing must contain all information requested. Amendments need only report the name of the is requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and Appe	
Filing Fee: There is no federal filing fee.	
State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in the form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be fi appendix to the notice constitutes a part of this notice and must be completed.	be, or have been made. If a State requires the payment of a fee
ATTENTION	
Failure to file notice in the appropriate states will not result in a loss of the federal exempted the appropriate federal notice will not result in a loss of an available state exemption unpredicated on the filing of a federal notice.	•
Persons who respond to the collection of information contained in	this fame are not

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required to respond unless the form displays a currently valid OMB control number

## A.BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - i. Each promoter of the issuer, if the issuer has been organized within the past five years;
  - ii. Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - iii. Each executive officer and director of corporate issuers and of corporate general managing partners of partnership issuers; and
  - iv. Each general and managing partner of partnership issuers.

Check Box(es) that apply:	<b>▼</b> Promoter	Beneficial Owner	Executive Officer Director	General and /or Managing Partner
Full Name(Last name first, if	Individual)			
First Light Investment Compa	any			
Business or Residence Addr	ess	(Number and St	treet, City,State ,Zip Code)	
1005 Terminal Way,Suite 110	Reno NV 89502			 
Check Box(es) that apply:	Promoter	Beneficial Owner	K Executive Officer Director	General and /or
Full Name(Last name first, if	Individual)			 Managing Partner
Andrews John H	marviadary			
Business or Residence Addr	ess	(Number and St	treet, City,State ,Zip Code)	 
1005 Terminal way, Suite 110 F	Reno NV 89502			 
Check Box(es) that apply:	Promoter	Beneficial Owner	Executive Officer Director	General and /or Managing Partner
Full Name(Last name first, if	Individual)			
Apte Daniel L				
Business or Residence Addr	ess	(Number and St	treet, City,State ,Zip Code)	
1005 Terminal Way,Suite 110 I	Reno NV 89502			

B. INFORMATION ABOUT OFFERING			-		
		Yes	No		
Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Answer also in Appendix, Column 2, if filing under ULOE.		<b>K</b>			
2. What is the minimum investment that will be accepted from any individual?			.00		
		Yes	No		
3. Does the offering permit joint ownership of a single unit?  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchases in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and /or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.					
Full Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)					
Name of Associated Broker or Dealer		·			
States in Which Person Listed has Solicited or Intends to Solicit Purchasers  (Check "All States or check individual States)					
[AL]       [AK]       [AZ]       [AR]       [CA]       [CO]       [CT]       [DE]       [DC]       FL]       [GA]       [GA]       [IL]       [IN]       [IN]	][HI] ][MS] ][OR]	[ID]			
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA [WA [WI] [	][WY				

. Enter the aggregate offering price of securities included in this offering and the total amount alre Enter "0" if answer is "none" or "zero". If the transaction is an exchange offering, check this box Indicate in the columns below the amounts of the securities offered for exchange and already ex-		and			
Type of Security		Aggregate offering price	,	۱mc	ount Already Sold
Debt	\$		\$		
Equity	\$		\$		
Common Preferred					
Convertible Securities(including warrants)	\$		\$		
Partnership Interests	\$		\$		
Other(Specify Units of Beneficial )	\$	\$50,000,000.00	\$		
Total	\$	\$50,000,000.00	\$		
Answer also in Appendix, Column 3, if filing under ULOE					<del>-</del>
2.Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504,indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero".	1	Number of Investors			Aggregate Dollar Amount of Purchases
Accredited Investors.				\$	
Non-accredited Investors				\$	
Total(for filing under Rule 504 only)			_	\$	
Answer also in Appendix, Column 4, if filing under ULOE				_	
3. If this filing is for an offering under Rule 504 0r 505, enter the information requested for all sec sold by the issuer, to date, in offerings of the types indicated, in the twelve(12) months prior to first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.					
Type of offering		Type of securitie			Dollar Amount Sold
Rule 505				œ	
Regulation A				- \$ -	
Regulation 504				- \$ - \$	
Total				- Ψ	
4.a. Furnish a statement of all expenses in connection with the issuance and distribution of the s in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information process of the issuer is not known, for estimate and check the box to the left of the estimate.	rmatio	on			
Transfer Agent's Fees				X ]	\$0.00
Printing and Engraving Costs				× ]	\$0.00
Legal Fees				X ]	\$2,000.00
Accounting Fees			j	X ]	\$2,000.00
Engineering Fees			İ	K ]	\$0.00
Sales Commissions (specify finders' fees separately)			i	<u> </u>	\$0.00
Other Expenses(Identify) Management fees				$\overline{\mathbf{x}}$	\$2,000,000.00

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

\$2,004,000.00

Question 1 and total expenses furnished	gregate offering price given in response to Part C Id in response to Part C- Question 4.a. This differ uer."	rence is		\$		47,996,000.00
used for each of the purposes shown. I estimate and check the box to the left o	ed gross proceeds to the issuer used or proposed f the amount for any purpose is not known, furnis f the estimate. The total of the payments listed m e issuer set forth in response to Part C- Question	h an ust				·
			Payments to Officers, Directors, & Affillates			yments to Others
Salaries and fees		<b>K</b> ] \$	\$50,000.00	KΠ	\$	\$0.00
Purchase of real estate		 	\$0.00	M	\$	\$0.00
Purchase, rental or leasing and ins	tallation of machinery and equipment	<b>村</b> \$	\$0.00	Ħ	\$	\$0.00
Construction or leasing of plant bu	ildings and facilities	s	\$0.00	N	\$	\$0:00
	ding the value of securities involved in change for the assets or securities of er)	 	\$0.00		\$	\$0.00
Repayment of indebtedness		— [7] ¢	\$0.00		œ	\$0.00
working capital		K	\$0.00	느	\$ \$	\$47,946,000.00
		□ *	40.00		Ψ	***************************************
		•				
			***		•	** **
Column Totale		K \$	\$0.00		\$ •	\$0.00
Column Totals		K   \$	\$50,000.00	Ц	<b>Þ</b> 4	47,946,000.00
Total Payments Listed(column totals added)			<b>K</b> \$	\$ 4	7,996	,000.00
	D.FEDERAL SIGNATURE		<del> </del>			
Rule 505, the the following signature or	to be signed by the undersigned duly author onstitutes an undertaking by the issuer to fur staff, the information furnished by the issue	nish to the	U.S. Securities a	ind Ex	cchai	nge
Issuer(Print or Type)	Signature /	Date				
First Light Options Fund BT	John H Andrew		SEP I	22	005	
Name of Signer(Print or Type)	Title of Signer(Print or Type)					
John H. Andrews	President&Secretary of Manager					
	ATTENTION					
Intentional misstatements o	Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C.1001.)					

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